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13 Attorneys for USACM Liquidating Trust

14 Electronically Filed on March 25, 2008

15 **UNITED STATES BANKRUPTCY COURT**  
 16  
**DISTRICT OF NEVADA**

17 In re:  
 18 USA COMMERCIAL MORTGAGE  
 19 COMPANY;  
 20 USA CAPITAL REALTY ADVISORS, LLC;  
 21 USA CAPITAL DIVERSIFIED TRUST  
 22 DEED FUND, LLC;  
 23 USA CAPITAL FIRST TRUST DEED  
 24 FUND, LLC;  
 25 USA SECURITIES, LLC;  
 26  
 27 Debtors.

28 Case No. BK-S-06-10725-LBR  
 29 Case No. BK-S-06-10726-LBR  
 30 Case No. BK-S-06-10727-LBR  
 31 Case No. BK-S-06-10728-LBR  
 32 Case No. BK-S-06-10729-LBR

33 **CHAPTER 11**

34 Jointly Administered Under  
 35 Case No. BK-S-06-10725 LBR

36 **STIPULATION RE CLAIM OF**  
 37 **RD VISUAL DESIGN, INC.**

38 **Affects:**

- 39  All Debtors
- 40  USA Commercial Mortgage Company
- 41  USA Capital Realty Advisors, LLC
- 42  USA Capital Diversified Trust Deed Fund,  
 43 LLC
- 44  USA Capital First Trust Deed Fund, LLC
- 45  USA Securities, LLC

46  
 47 The USACM Liquidating Trust (the "USACM Trust"), and RD Visual Design, Inc., a  
 48 Nevada corporation dba RD Advertising ("RD Advertising"), stipulate:

49 1. On June 15, 2006, USA Commercial Mortgage filed with the Court its bankruptcy  
 50 schedules and statements, which included RD Advertising as having an unsecured nonpriority  
 51 claim of \$30,194.58 (the "Claim").

52 2. On February 12, 2008, after diligently reviewing the books and records of USA  
 53 Commercial Mortgage, the USACM Trust made demand upon RD Advertising for the return of

1 payments totaling \$17,205.02 (the "Payments") alleging that such Payments were preferential  
2 transfers pursuant to 11 U.S.C. § 547(a).

3. RD Advertising does not agree that the Payments were preferential and has  
4 articulated its reasons for its position to the trustee (the "Trustee") of the USACM Trust.

5. In view of the foregoing, the USACM Trust and RD Advertising hereby stipulate  
6 and agree that RD Advertising shall take nothing on its Claim and that, in full settlement and  
7 satisfaction of the Trustee's preference demand upon RD Advertising for the return of the  
8 Payments, RD Advertising finally and forever waives any and all of its right, title and interest in  
9 any distribution that may be forthcoming from the USACM Trust to the holders of allowed claims  
10 against the USA Commercial Mortgage bankruptcy estate.

11. Nothing in this stipulation or the Court's order approving this stipulation is a  
12 waiver or release by the USACM Liquidating Trust in favor of RD Advertising.

13. Nothing in this stipulation or the Court's order approving this stipulation is a  
14 waiver or release by Ron DeLelles or Ann DeLelles regarding any membership interest they may  
15 hold in USA Capital Diversified Trust Deed Fund, LLC.  
16. *25*  
Dated: March 24, 2008.

17. **LEWIS AND ROCA LLP**

*Anne M. Loraditch*  
18 Susan M. Freeman, AZ 4199 (*pro hac vice*)  
19 Anne M. Loraditch, NV 8164  
20 3993 Howard Hughes Parkway, Suite 600  
21 Las Vegas, Nevada 89169-5996  
22 *Counsel for USACM Liquidating Trust*

23 STIPULATED AND AGREED to this \_\_\_\_ day of March 2008.  
24

25 RD VISUAL DESIGN, INC., a Nevada corporation  
26 *dba RD ADVERTISING*

Ron DeLelles, President  
3230 East Flamingo, #8-532  
Las Vegas, Nevada 89121

LEWIS  
AND  
**ROCA**  
LLP  
LAWYERS

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6 and agree that RD Advertising shall take nothing on its Claim and that, in full settlement and  
7 satisfaction of the Trustee's preference demand upon RD Advertising for the return of the  
8 Payments, RD Advertising finally and forever waives any and all of its right, title and interest in  
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11. Nothing in this stipulation or the Court's order approving this stipulation is a  
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14 waiver or release by Ron DeLelles or Ann DeLelles regarding any membership interest they may  
15 hold in USA Capital Diversified Trust Deed Fund, LLC.

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19. Anne M. Loraditch, NV 8164  
20. 3993 Howard Hughes Parkway, Suite 600  
21. Las Vegas, Nevada 89169-5996  
22. *Counsel for USACM Liquidating Trust*

23. STIPULATED AND AGREED to this 25 day of March 2008.

24. RD VISUAL DESIGN, INC., a Nevada corporation  
25. *Ron DeLelles*  
26. dba RD ADVERTISING  
Ron DeLelles, President  
3230 East Flamingo, #8-532  
Las Vegas, Nevada 89121